

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:)	Chapter 11
)	
EAT HERE BRANDS, LLC, <i>et al.</i> ¹ ,)	Lead Case No. 19-61688-WLH
)	
Debtors.)	Jointly Administered
_____)	

**DEBTORS' REQUEST FOR ENTRY OF AN ORDER
DISMISSING THE DEBTORS' BANKRUPTCY CASES FOR CAUSE
PURSUANT TO 11 U.S.C. § 1112(B) AND, IN CONNECTION
THEREWITH, AUTHORIZING CERTAIN DISBURSEMENTS**

Eat Here Brands, LLC, Babalu Atlanta #1 LLC, Babalu Atlanta #2 LLC, Babalu Knoxville #1 LLC, Babalu Memphis #1 LLC, Babalu Memphis #2 LLC, Babalu, LLC, and Babalu Birmingham #1 LLC (collectively, the “Debtors”), debtors and debtors-in-possession in the above-captioned bankruptcy cases, respectfully state as follows in support of this request (the “Request”):²

BACKGROUND

1. On November 19, 2019, the Debtors filed the *Debtors' Motion to Dismiss Bankruptcy Cases for Cause Pursuant to 11 U.S.C. § 1112(b) and, in Connection Therewith, for Authorization to Make Certain Disbursements and to Excuse Estate Professionals from the Requirement of Filing Fee Applications* (the “Dismissal Motion”) [Docket No. 196]. A hearing on the Dismissal Motion was held on December 17, 2019.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Eat Here Brands, LLC (9694); Babalu Atlanta #1 LLC (4025); Babalu Atlanta #2 LLC (5240); Babalu Knoxville #1 LLC (3163); Babalu Memphis #1 LLC (9320); Babalu Memphis #2 LLC (4558); Babalu, LLC (7673); and Babalu Birmingham #1 LLC (1892). The Debtors' mailing address is 9755 Dogwood Road, Suite 200, Roswell, Georgia 30075.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Order Regarding Dismissal (as defined below).

2. On December 23, 2019, the Court entered the *Order Regarding Debtors' Motion to Dismiss Bankruptcy Cases for Cause Pursuant to 11 U.S.C. § 1112(B) and, In Connection Therewith, for Authorization to Make Certain Disbursements and to Excuse Estate Professionals from the Requirement of Filing Fee Applications* [Docket No. 205] (the "Order Regarding Dismissal").

BASIS FOR REQUEST

3. On December 26, 2019, the Debtors filed *Debtors' Omnibus Final Application for Compensation and Reimbursement of Expenses for Estate Professionals* [Docket No. 207] (the "Final Fee Applications").

4. On January 6, 2020, the Court entered an Order approving the Final Fee Applications [Docket No. 211].

5. Paragraph 4 of the Order Regarding Dismissal requires the Debtors to file a request for entry of any order dismissing the Bankruptcy Cases after final disposition of the Final Fee Applications. Thus, the Debtors have filed this Request in accordance with the Order Regarding Dismissal.

6. Pursuant to paragraph 5 of the Order Regarding Dismissal, the Court may enter an order dismissing the Bankruptcy Cases without further notice or hearing (the "Dismissal Order").

7. In light of the foregoing, cause exists for the Court to enter the Dismissal Order.

CONCLUSION

WHEREFORE, the Debtors respectfully request that this Court: (i) enter an order in the form attached hereto as **Exhibit A** dismissing the Bankruptcy Cases; and (ii) grant the Debtors such other and further relief as is just and proper.

Respectfully submitted this 7th day of January 2020.

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EXHIBIT A

PROPOSED ORDER

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:)	Chapter 11
)	
EAT HERE BRANDS, LLC, <i>et al.</i> ¹ ,)	Lead Case No. 19-61688-WLH
)	
Debtors.)	Jointly Administered
_____)	

**ORDER DISMISSING BANKRUPTCY CASES
FOR CAUSE PURSUANT TO 11 U.S.C. § 1112(B) AND, IN CONNECTION
THEREWITH, AUTHORIZING CERTAIN DISBURSEMENTS**

This matter came on for hearing on December 17, 2019 at 1:30 p.m. (Eastern) (the “Hearing”) on *Debtors’ Motion to Dismiss Bankruptcy Cases for Cause Pursuant to 11 U.S.C. § 1112(b) and, in Connection Therewith, for Authorization to Make Certain Disbursements and to Excuse Estate Professionals from the Requirement of Filing Fee Applications* [Docket No. 196] (the “Motion”)² filed by Eat Here Brands, LLC, Babalu Atlanta

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Eat Here Brands, LLC (9694); Babalu Atlanta #1 LLC (4025); Babalu Atlanta #2 LLC (5240); Babalu Knoxville #1 LLC (3163); Babalu Memphis #1 LLC (9320); Babalu Memphis #2 LLC (4558); Babalu, LLC (7673); and Babalu Birmingham #1 LLC (1892). The Debtors’ mailing address is 9755 Dogwood Road, Suite 200, Roswell, Georgia 30075.

² Any capitalized terms not defined in this Order shall have the meaning given to them in the Motion.

#1 LLC, Babalu Atlanta #1 LLC, Babalu Knoxville #1 LLC, Babalu Memphis #1 LLC, Babalu Memphis #2 LLC, Babalu, LLC, and Babalu Birmingham #1 LLC (collectively, the “Debtors”). On December 23, 2019, the Court entered the *Order Regarding Debtors’ Motion to Dismiss Bankruptcy Cases for Cause Pursuant to 11 U.S.C. § 1112(B) and, In Connection Therewith, for Authorization to Make Certain Disbursements and to Excuse Estate Professionals from the Requirement of Filing Fee Applications* [Docket No. 205] (the “Order Regarding Dismissal”), and this matter is now before the Court on the *Debtors’ Request for Entry of an Order Dismissing the Debtors’ Bankruptcy Cases for Cause Pursuant to 11 U.S.C. § 1112(B) and, in Connection Therewith, Authorizing Certain Disbursements* [Docket No. 214] (the “Request”).

The Court has considered the Motion, the Request, the entire record in these Bankruptcy Cases, and the arguments and presentations of counsel made at the Hearing. It appears that the Court has jurisdiction over the Motion and this proceeding; that this is a core proceeding; that notice of the Motion has been given to the parties on the Master Service List as approved by this Court’s Order Establishing Notice and Administrative Procedures [Docket No. 33] and all creditors identified in the creditor matrix of each of the Debtors’ respective Bankruptcy Cases and any parties that the Debtors are aware of that may assert a lien in the assets of the Debtors; that the Request complies with the Order Regarding Dismissal; that no further notice of the Motion or Request is necessary; that the relief sought in the Motion and the Request is in the best interests of the Debtors, their bankruptcy estates, and their creditors; and that good and sufficient cause exists to grant the relief requested in the Request.

Accordingly, it is hereby ORDERED as follows:

1. The Motion and the Request are GRANTED as set forth herein.

2. The Debtors are authorized to disburse any of the Remaining Cash to pay any post-petition obligations to creditors or vendors, including professionals, but only to the extent that such obligations were incurred in the ordinary course of business of the Debtors, and only to the extent that there are sufficient funds allocated in the Budget and the Subsequent Budget to pay such obligations (or upon express consent of Origin Bank to the extent any incurred post-petition obligations are not allocated in the Budget or the Subsequent Budget).

3. Any Remaining Cash that is not disbursed pursuant to paragraphs 2 of this Order shall be retained by the Debtors and may be utilized by the Debtors to dissolve the Debtors and otherwise unwind their affairs pursuant to applicable non-bankruptcy law, but only to the extent that there are sufficient funds allocated in the Subsequent Budget to pay such obligations. Any Remaining Cash not utilized in accordance with this paragraph shall be disbursed to Origin Bank no later than the earlier of (i) five (5) business days of the formal dissolution of each of the Debtors or (ii) ninety (90) days after the entry of this Order.

4. Pursuant to 11 U.S.C. § 1112(b) and applicable law, the Bankruptcy Cases are dismissed effective immediately.

5. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

6. Counsel for the Debtors is directed to serve or cause a copy of this Order to be served on: (i) all parties on the Master Service List as approved by this Court's Order Establishing Notice and Administrative Procedures [Docket No. 33] and (ii) all creditors identified in the creditor matrix of each of the Debtor's Bankruptcy Cases, within three (3) days of the entry of this Order and file a certificate of service with the Clerk of the Court.

***** END OF ORDER *****

Prepared and presented by:

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